

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

WALRUS MASTER FUND LTD.,

Plaintiff,

- vs -

CITIGROUP GLOBAL MARKETS, INC.

Defendant.

)
) Civil Action No. 08-cv-02404 (DAB)
)
)
)

ECF CASE

**CITIGROUP GLOBAL MARKETS, INC.'S MOTION TO DISMISS
PLAINTIFF'S COMPLAINT**

Defendant Citigroup Global Markets, Inc. ("CGMI"), moves this Court to dismiss the Complaint ("Complaint") with prejudice pursuant to Rules 8, 9(b), and 12(b)(6) of the Federal Rules of Civil Procedure. In support of this motion, CGMI respectfully submits a Memorandum of Law in Support of CGMI's Motion to Dismiss. For the reasons set forth therein, which are hereby incorporated by reference, this Court should dismiss the Complaint with prejudice.

WHEREFORE, defendant Citigroup Global Markets, Inc. respectfully requests this Court enter an order dismissing the Complaint with prejudice.

Dated: April 24, 2008

Respectfully submitted,

Joellen R. Valentine (jv1229)

/s/ Joellen R. Valentine

Citigroup Global Markets Inc.
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CERTIFICATE OF SERVICE

I, Joellen R. Valentine, a lawyer admitted to practice before this Court, hereby certify that on the 24th day of April, 2008, I filed on the ECF System the foregoing Motion to Dismiss on behalf of Citigroup Global Markets Inc. and served such filing via the Court's ECF Notification system to the attorney of record in this matter and have further served the party listed below via U.S. mail.

/s/ Joellen R. Valentine
Joellen R. Valentine

SERVED VIA ECF AND U.S. MAIL

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